

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re :  
: **Chapter 11**  
SEARS HOLDINGS CORPORATION, *et al.*, :  
: **Case No. 18-23538 (RDD)**  
: **(Jointly Administered)**  
Debtors.<sup>1</sup> :  
-----X

**SUPPLEMENTAL AFFIDAVIT OF SERVICE**

I, Sebastian V. Higgins, depose and say that I am employed by Prime Clerk LLC (“*Prime Clerk*”), the claims and noticing agent for the Debtors in the above-captioned chapter 11 cases.

On March 12, 2019, at my direction and under my supervision, employees of Prime Clerk caused the following documents to be served via First Class Mail on the parties identified on the service list attached hereto as **Exhibit A**:

- Notice of Deadline for Filing Proofs of Claim, a copy which is attached as **Exhibit B**
- A Proof of Claim Form, a copy which is attached as **Exhibit C**

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors’ corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

Dated: March 15, 2019



Sebastian V. Higgins

State of New York  
County of New York

Subscribed and sworn to (or affirmed) before me on March 15, 2019, by Sebastian V. Higgins,  
proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature: \_\_\_\_\_



Oleg Bitman  
Notary Public, State of New York  
No. 01BI6339574  
Qualified in Queens County  
Commission Expires: April 04, 2020

**Exhibit A**

MMUD	NAME	ADDRESS 1	ADDRESS 2	ADDRESS 3	ADDRESS 4	CITY	STATE	POSTAL CODE	COUNTRY
4852564	A JAMES GLOBAL SERVICES INC	1343 GARNER LN STE 206				Columbia	SC	29210	
5789827	ACCERTIFY INC	LORENZO SORIANO, PRESIDENT	2 PIERCE PLACE	SUITE 900		ITASCA	IL	60143	
4857578	ACCO BRAND (FORMERLY MEADWESTVACO CORPORATION)	ATTN: PRESIDENT OR GENERAL COUNSEL	FOUR CORPORATE DRIVE			LAKE ZURICH	IL	60047	
5788782	Acculynk, Inc., dba Acculynk	Ashish Bahl, CEO	Acculynk, Inc.	3225 Cumberland Blvd SE	Suite 550	Atlanta	GA	30339	
5789841	ADOBE SYSTEMS INCORPORATED	420 N. Wabash Ave, Suite 700				CHICAGO	IL	60611	
5791489	AERIAL BUILDERS	521 5TH AVE S.				NASHVILLE	TN	37203	
5791507	AJB SOFTWARE DESIGN INC	MR NARESH BANGIA	5255 SOLAR DRIVE			MISSISSAUGA	ON	L4W 5B8	CANADA
5791511	ALAMANCE OUTDOOR EQUIPMENT	JUSTIN HAMMOCK	2203 N CHURCH ST			GREENSBORO	NC	27405	
5789133	ALLIANCE COMFORT SYSTEMS INC ("ACS")	Lori Rhodes President	7200 DISTRIBUTION DR	STE 100		LOUISVILLE	KY	40258-2827	
5789440	AMERICAN EXPRESS BUSINESS TRAVEL	ATTN CONTRACTS DEPT	101 HUDSON STREET	34TH FLOOR		JERSEY CITY	NJ	07302	
4882815	AMERICAN PRESIDENT LINES	3501 JAMBOREE ROAD	SUITE 300			NEWPORT BEACH	CA	92660	
4898872	AMERSON VENTURES LLC DBA ENERGY ATTIC	RYAN AMERSON	4500 MERCANTILE PLAZA	SUITE 314		FORTH WORTH	TX	76137	
5794451	Amigo Mobility International Inc	6693 DIXIE HIGHWAY				BRIDGEPORT	MI	48722	
5791561	ANDYS LAWN MOWER REPAIR	5126 BROADWAY AVE	STE F			HALTOM CITY	TX	76117	
4852925	ANYTIME AIR CONDITIONING AND HEATING	4401 CRAWFORD ST				ABILENE	TX	79602	
5789913	APEX TOOL (HK) LIMITED	STEVE LEE BRERTZKA	910 RIDGEROOK ROAD	SUITE 200		SPARKS	MD	21152	
5789914	APEX TOOL GROUP, LLC	STEVE LEE BRERTZKA	910 RIDGEBROOK ROAD	SUITE 200		SPARKS	MD	21152	
5789619	APOLLO RETAIL SPECIALISTS LLC-692117	4450 E ADAMO DR	#501			TAMPA	FL	33605	
5789931	ARIBA TEST SUPPLIER	3420 HILLVIEW AVE	BUILDING 3			PALO ALTO	CA	94304	
5791602	ASPEN SPECIALTY INSURANCE COMPANY	LAURIE SHOCH	101 HUDSON STREET	36TH FLOOR		JERSEY CITY	NJ	07302	
4778348	AT&T MOBILITY 11, LLC	5601 LEGACY DRIVE	MS A-3			PLANO	TX	75024	
4898658	AVALANCHE CONSTRUCTION	TROY ERICKSON	5050 SOUTH 1130 WEST			TAYLORSVILLE	UT	84123	
5791649	BANK OF HAWAII	BOB MAKAHILAHILA, SR VP	130 MERCHANT ST	16TH FLOOR		HONOLULU	HI	96813	
5791689	BEYONDRUST SOFTWARE, INC.	KATE KAWALEK	1925 CENTURY PARK E	SUITE 1700		LOS ANGELES	CA	90067	
5791699	BKG INC	1095 BROKEN SOUND PKWY	SUITE 100			BOCA RATON	FL	33487	
5788815	BLUETARP FINANCIAL, INC	BOND R ISAACSON	ONE MONUMENT SQUARE	SUITE 800		PORTLAND	ME	04101	
4866384	BRICKMAN GROUP LTD	230 NORTH WESTERN AVENUE				CHICAGO	IL	60612	
5791763	BYLDAN CORPORATION DBA CLARUM COMMUNITIES	P.O. BOX 60970				PALO ALTO	CA	94306	
5790040	CA INC-1000871137	DOROTHY URBANCIK	ONE COMPUTER ASSOC PLAZA			NY	NY	11749	
5790045	CAL/AMP WIRELESS NETWORKS CORP / FKA WIRELESS MATRIX USA INC	CHIEF FINANCIAL OFFICER	15635 ALTON PARKWAY	SUITE 250		IRVINE	CA	92618	
5791785	CANBRIDGE PARK VILLA LLC	RAYMOND JON	6801 SOUTH 133RD STREET			SEATTLE	WA	98178	
5791812	CATAMOUNT CONSTRUCTORS, INC.	JEFF SIDWELL	1329 NORTHMEADOW PARKWAY			ROSWELL	GA	30076	
5790073	CENTRIC MECHANICAL SERVICES LLC	JENNIFER PEREZ, OFFICE MGR	2831 ELDORADO PKWY	SUITE 103-320		FRISCO	TX	75033	
5791832	CENVEO-1148315658	3001 N. ROCKWELL STREET				CHICAGO	IL	60618-7993	
5791833	CERTEGY CHECK SERVICES, INC.	ATTN: PRESIDENT; ATTN: LAW DEPARTMENT	PO BOX 30046			TAMPA	FL	33630-3826	
5791842	CF EVANS CONSTRUCTION COMPANY, LLC	ANDREW WHITLOCK	125 REGIONAL PARKWAY	SUITE 200		ORANGEBURG	SC	29118	
4874621	CHAPAL ZENRAY INC	DALSHIRE INTERNATIONAL	2452 LACY LANE	# 116		CARROLLTON	TX	75006	
4857609	CHAPEL ZENRAY INC	ATTN: GREG ALTIERI	1451 WYCLIFF AVENUE			DALLAS	TX	75207	
5791855	CHARLES PANKOW BUILDERS LTD	1 SUTTER ST	STE 200			SAN FRANCISCO	CA	94105	
5789444	CITIBANK NA	388 GREENWICH STREET 1ST FLOOR				NEW YORK	NY	10013	
4778381	CITIBANK, N.A., AS ADMINISTRATIVE AGENT	388 GREENWICH STREET, 1ST FLOOR				NEW YORK	NY	10013	
4864212	CLICKTALE INC	HARBORSIDE FINANCIAL CENTER	2500 PLAZA 25			JERSEY CITY	NJ	07311	
4857613	CLINTON NURSERIES OF FL	737 SALEM RD				HAVANA	FL	32333	
4857614	CLOVER TECHNOLOGIES	ATTN: ANA LEONE	2700 W. Higgins Road, Suite 100			Hoffman Estates	IL	60169	
5791917	CODE ZERO LLC	GENE NIX	1 BALTIMORE PLACE	NW 200		ATLANTA	GA	30308	
5789644	COMMAND LINE SYSTEMS	Maria Allen	12315 PARC CREST DRIVE	SUITE 160		STAFFORD	TX	77477	
5791940	CONCORD TRAIL LLC	3227 EAST MAIN ROAD				DUNKIRK	NY	14048	
4898799	CORMIN AIR LLC	CORY VANHOOZER	70 N VAL VISTA DR			GILBERT	AZ	85234	
5791979	CREDANT TECHNOLOGIES, INC.	DANO BECKER	15303 DALLAS PARKWAY	SUITE 1420		ADDISON	TX	75001	
5790165	CUSTOMER MINDED ASSOCIATES INC-202833	P O BOX 66509				ST PETERSBURG	FL	33736	
5789391	DAEWOO ELECTRONICS CO., LTD.	R.K. WHOLESALE LIMITED	SUTTON HOUSE	BERRY HILL ROAD	TRENT	STAFFORDSHIRE	ENGLAND	ST7 1QS	KINGDOM
5789059	Daewoo Electronics Co., Ltd.	Young Suk Jun	65 CHALLENGER RD			RIDGEFIELD PARK	NJ	07660	
5795602	DISTRIBUIDORA NACIONAL DE DISCOS, INC	606 CALLE CERRA				SAN JUAN	PR	00907	
5792071	DISTRIBUTECH/TGSB ENTERPRISES LLC	RYAN RITCHIE	4425 E. 31ST STREET	SUITE 210		TULSA	OK	74135	
5792083	DOCTOR ON DEMAND INC	GENERAL COUNSEL	650 275 BATTERY ST			SAN FRANCISCO	CA	94111	
5792105	DRIVELINE RETAIL MERCHANDISING INC-403790	ED FRUCHTENBAUM - PRESIDENT	700 FREEPORT PARKWAY	SUITE 100		COPELL	TX	75019	
5790233	DURO BAG MFG CO	NOVOLEX	101 E CAROLINA AVE			HARTSVILLE	SC	29550	
5789189	DXC TECHNOLOGY	Ankur Kashyap	1775 TYSONS BLVD			TYSONS	VA	22102	
4864020	ECHO BRIDGE ACQUISITION CORP LLC	PO Box 2798				La Crosse	WI	54602	
5789655	ECLIPSE IP LLC	Attn: General Counsel - Legal Department	Peter A. Sirianni III	1665 Elmwood Road		Rockford	IL	61103	
5789014	EZ Maintenance Services, LLC	Janice Charles	3699 KANAN ROAD	#349		AGOURA HILLS	CA	91301	
5788848	Felicia Duran DDS PA	Felicia Duran DDS, P.A.	9565 W Atlantic Blvd	2nd Floor of Sears Dept Store		Coral Springs	FL	33701	
5792203	FINISH TECH CORP	90 INDUSTRIAL DRIVE				IVLAND	PA	18794	
5789449	FIRST DATA CORPORATION	ATTN : PRESIDENT	5565 GLENRIDGE NE	SUITE 2000		ATLANTA	GA	30342	
5792205	FIRST DATA MERCHANT SERVICES CORPORATION	EXEC VP OPERATIONS	5565 GLENRIDGE NE	SUITE 2000		ATLANTA	GA	30342	
5789452	FLI CHARGE INC	CLIFF WEINSTEIN	450 LEXINGTON AVE	4TH FLOOR		NEW YORK	NY	10017	
5792241	FRANK ROSE CONSTRUCTIN_OAKWOOD	FRANK ROSE	5008 HWY 140-377			MARIPOSA	CA	95338	
5790321	GANNETT PUBLISHING SERVICES, LLC ON BEHALF OF GANNET OFFSET MPLS, DIV GANNET SATELLITE INFORMATION NETWORK, INC	DOUG WILSON	7950 JONES BRANCH DRIVE			MCLEAN	VA	22102	
4857654	GARDEN INNOVATIONS LLC	BRIAN FERRON	245 HULSEY ROAD			CLEVELAND	GA	30528	
4857656	GENERAL IMAGING COMPANY (GIC)	CRAIG MCMANIS	17239 SOUTH MAIN STREET			GARDENA	CA	90248	
4827096	GRANITE CREST HOMES	REDACTED	REDACTED	REDACTED	REDACTED	REDACTED	REDACTED	REDACTED	REDACTED
5792339	GREEN DOT BANK	LEGAL DEPT.; CONTRACTS DEPT.	PO BOX 5100			PASADENA	CA	91117	
5790354	GREEN DOT CORPORATION SBT	STEVE STREIT, CEO	PO BOX 5100			PASADENA	CA	91117	

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Exhibit A  
Supplemental Service List  
Served via First Class Mail

MMUD	NAME	ADDRESS 1	ADDRESS 2	ADDRESS 3	ADDRESS 4	CITY	STATE	POSTAL CODE	COUNTRY
5792344	GREENSTAR CORP	MATTHEW WOHL	30 NORTH MACQUESTEN PARKWAY			MOUNT VERNON	NY	10550	
5789195	GSS INFOTECH LTD.	SANJAY HEDA	2050 BRUNSWICK PLAZA-1	STATE HIGHWAY 27, SUITE #201		NORTH BRUNSWICK	NJ	08902	
5790362	GUARDIAN SERVICE INDUSTRIES INC	JOE LARGE SENIOR DIRECTOR	55 WATER STREET			NEW YORK	NY	10041	
5790364	GXS INC-693469	PAUL SUNDQUIST	9711 WASHINGTON BOULEVARD			GAITHERSBURG	MD	20878	
5790390	HENDERSON RENTAL LLC	529 RAGLAND RD				BECKLEY	WV	25801	
5788986	HOME IMPROVEMENT LEADS, INC	Jason Polka	804 CONGRESS AVENUE			AUSTIN	TX	78701	
5788574	HUGHES REAL ESTATE & DEVELOPMENT	ATTN: JAYNE MCCALL	1 NORTH MAIN STREET SUITE 902			GREENVILLE	SC	29601	
5792439	HUNT BUILDING CO LTD	RUSS HOUGHTON	4401 NORTH MESA			EL PASO	TX	79902-1107	
4851118	HYBRID MECHANICAL LLC	5555 HWY 14E				ROCHESTER	MN	55904	
5792443	ICAN BENEFIT GROUP, LLC.	MR. STEPHEN M. TUCKER	5300 BROKEN SOUND BOULEVARD NW	SUITE 200		BOCA RATON	FL	33487	
4882932	INSIGHT DIRECT USA	6820 S. HARL AVE				TEMPE	AZ	85283	
5792489	IPSO ASI INC	BERT MIKLOSI	222 SOUTH RIVERSIDE PLAZA	4TH FLOOR		CHICAGO	IL	60606	
5789414	IRSG	PIPP MOBILE STORAGE SYSTEMS INC	2966 WILSON DRIVE NW			WALKER	MI	49534	
5792496	IZAR CONSTRUCTION INC	BEJHAN RAZI	3119 SILVERADO TRL			NAPA	CA	94558	
4898543	JAF-JEN CLEANING SERVICE/SEARS CARPET AND AIR DUCT CLEANING	ROBERT JENNY	12 CAIN DR			BRENTWOOD	NY	11717	
5792518	JAZZ PHARMACUTICALS	JAIME FRIAS	3170 PORTER DRIVE			PALO ALTO	CA	94304	
5666634	KAMHI WORLD INC	815 S FORT HARRISON AVE				CLEARWATER	FL	33756	
5792587	KEYME, INC.	MICHAEL TOMLINSON, VP	5 PENNSYLVANIA PLAZA	FLOOR 10		NEW YORK	NY	10001	
5673595	KIMCO FACILITY SERVICES LLC	6055 LAKESIDE COMMONS DR				MACON	GA	31210-5790	
5792600	KINGS SERVICE CENTER	18100 WELLS RD				N FORT MYERS	FL	33917	
5790545	LAUGHLIN CONSTABLE	SEAN BARRY, SVP, DIGITAL	200 SOUTH MICHIGAN AVE	17TH FLOOR		CHICAGO	IL	60604	
4898910	LDK CONSTRUCTION	MANTAS ALONDERIS	536 LAWLER STREET			PHILADELPHIA	PA	19116	
5792672	LDM GROUP, LLC	C/O PDR LLC	THE CROSSINGS AT JEFFERSON PARK	200 JEFFERSON PARK		WHIPPANY	NJ	07981	
5790564	LERCH BATES INC	ATTN: JOHN A. TOMQUIST, JR.	9780 S. Meridian Boulevard, Suite 450			Englewood	CO	80122	
4875112	LIAISON TECHNOLOGIES INC	3157 ROYAL DRIVE	SUITE 200			ATLANTA	GA	30022	
5792737	M & D FOUR SEASONS	1642 EAST PARK AVE				ENTERPRISE	AL	36330	
5789706	MACROSOLVE, INC.	CHIEF FINANCIAL OFFICER	1717 S BOULDER AVE	#700		Tulsa	OK	74114	
5790603	MARKET FORCE INFORMATION	ATTENTION GENERAL COUNSEL	POST OFFICE BOX 270355			LOUISVILLE	CO	80027	
5792803	MCRNT NORTHERN CALIFORNIA CONSTRUCTION LP	STEVEN J. HESTER, PRESIDENT	411 BOREL STE 405			SAN MATEO	CA	94402	
5792804	MCRNT NORTHERN CALIFORNIA CONSTRUCTION LP A DELAWARE LIMITED PARTNERSHIP	STEVE RHODES, PRESIDENT OF CONSTRUCTION	919 THE ALAMEDA			SAN JOSE	CA	95126	
4828700	MESQUITE HOMES	REDACTED	REDACTED	REDACTED	REDACTED	REDACTED	REDACTED	REDACTED	REDACTED
5792846	MICHIGAN STATE UNIVERSITY	JENNICE SAMUELS	UNIVERSITY STORES	REDACTED	166 SERVICE RD.	EAST LANSING	MI	48824	
5789330	MOHAWK GROUP, INC.	37 E 18TH STREET		ANGELL BLDG.		NEW YORK	NY	10003	
5789101	Movplicity, Inc.	4793 Preston Rd	Suite 300			Frisco	TX	75034	
4828957	NANKE SIGNATURE GROUP LLC	REDACTED	REDACTED	REDACTED	REDACTED	REDACTED	REDACTED	REDACTED	REDACTED
5789346	NEW HAMPSHIRE INSURANCE CO	C/O AIG	175 WATER STREET	18TH FLOOR		NEW YORK	NY	10038	
5793024	OPEN TEXT CORPORATION	RAY PHILLIPS	275 FRANK TOMPA DRIVE			WATERLLO	ON	N2L 0A1	CANADA
5790733	ORACLE AMERICA INC	500 ORACLE PARKWAY				REDWOOD SHORES	CA	94065	
5797991	OT Builders LLC dba Mesquite Homes	345 E Congress	Suite #201			Tucson	AZ	85701	
5793036	OUTDOOR FX	LUCAS GREINER	142 CHURCH ST			PLAIN CITY	OH	43064	
5790749	PARSONS SMALL ENGINE REPAIR	3740 ST. CLAIR PARKWAY				PORT LAMBTON	ON	N0P 2B0	CANADA
5793068	PAVILION CONSTRUCTION	16037 SW UPPER BOONES FERRY RD	SUITE 150			TIGARD	OR	97224	
4883984	PCT BRANDS LLC	PC TREASURES INC	ATTN : JON THOMAS	3720 LAPEER RD		AUBRUN HILLS	MI	48326-1732	
5793087	PET360 INC	JOE FALKENSTEIN	2250 BUTLER PIKE	SUITE 100		PLYMOUTH MEETING	PA	19462	
5789726	PETERSON TECHNOLOGY PARTNERS INC	1030 W HIGGINS RD	SUITE 230			PARK RIDGE	IL	60008	
5790764	PETERSON TECHNOLOGY PARTNERS, INC	JAY JOHNSON, VP/GM	1030 W HIGGINS RD	SUITE 230		PARK RIDGE	IL	60068	
5790769	PIPP MOBILE STORAGE SYSTEMS INC-418178	2966 WILSON DRIVE NW				WALKER	MI	49534	
5791292	PLAZA MANAGEMENT	ATTN: WILLIAM ABRUZZINO / BETH ABRUZZINO	50 RUTELEDGE STREET			BROOKLYN	NY	11249	
5789221	PRAXIS INC.	NEVILLE SCREWVALLA	5845 RICHMOND HIGHWAY	SUITE 700		ALEXANDRIA	VA	22303	
5793124	PREFERRED DISPLAY	155 PASSAIC AVE	SUITE 360			FAIRFIELD	NJ	07004	
5788634	PROLOGIS	RENEE WIDMONT, SR. PROP. MGR.	PIER 1, BAY 1			SAN FRANCISCO	CA	94111	
5798313	QA PARTNERS LLC	PO BOX 15780				SEATTLE	WA	98115	
4881921	QUEST RESOURCE MANAGEMENT GROUP LLC	3481 PLANO PKWY				THE COLONY	TX	75056	
5793195	REDING REPAIR LLC	2000 OLD COUNTY RD 34 PL				BURNSVILLE	MO	55337	
5788746	REGENT O'HARE LLC	921 BUSSE ROAD	BUILDING II			ELK GROOVE VILLAGE	IL	60007	
5788907	Retail Management Partners, Inc	Mr. Amir Mireskandari	3 Riverway #260			Houston	TX	77056	
4778302	Riverstone USA LLC	712 5th Ave. #36				New York	NY	10019	
4857749	RIVERSTONE USA LLC	ALAN BARNETT	712 5TH AVE #36			NEW YORK	NY	10019	
5754520	RM ACQUISITION LLC	9855 WOODS DRIVE				SKOKIE	IL	60077	
5793244	RMR JOINT VENTURE	1800 VALLEY STREET				MINOT	ND	58701	
5788606	RPSLEGACYDESTOTO LLC	ATTN: DAVID SCHWEBEL, CPM, CEO	2935 COUNTRY DRIVE	SUITE 100		LITTLE CANADA	MN	55117	
5793269	RSA SECURITY, INC.NOW LEXISNEXIS RISK SOLUTION FL INC	OPERATIONS DIRECTOR	1000 ALDERMAN DR			ALPHARETTA	GA	30005	
5788885	Sagoma Construction Services	Brian Powell	3116 S. Andrews Ave.			FL Lauderdale	FL	33316	
4883522	SCOTT SIGN SYSTEMS INC	7525 PENNSYLVANIA AVE	SUITE 101			SARASOTA	FL	34243	
5789063	Sears Canada Inc.	E.J. Bird	290 Yonge Street	Suite 700		Toronto	ON	M5B 2C3	Canada
5793405	SILVERADO NAPA CORP.	JOHN KOLKHORST	1600 ATLAS PEAK ROAD			NAPA	CA	94558	
4783357	South Jersey Energy Company	1 South Jersey Plaza				Folsom	NJ	08037	
5789770	SPHERE CONSULTING INC	Jenya Steinberg	1775 Eye St NW	Suite 410		Washington	DC	20006	
4778313	STATE STREET BANK AND TRUST COMPANY	STATE STREET FINANCIAL CENTER	ONE LINCOLN STREET			BOSTON	MA	02111	
4778404	SUBERI BROTHERS, LLC	21 W 46TH ST	FL 3			NEW YORK	NY	10036	
5793500	SUN VALLEY ASSOCIATES	700 SUN VALLEY ROAD				SUN VALLEY	ID	83353	
5793514	SYNCON HOMES OF CALIFORNIA INC	2200 DOUGLAS BLVD	#200B			ROSEVILLE	CA	95661	
5789238	TATA COMMUNICATIONS LIMITED	700 AIRPORT BOULEVARD	SUITE 100			BURLINGAME	CA	94010	

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MMUD	NAME	ADDRESS 1	ADDRESS 2	ADDRESS 3	ADDRESS 4	CITY	STATE	POSTAL CODE	COUNTRY
4778428	Teamsters 705	Attn: Joe Bakes	1645 W. Jackson Blvd.	Floor 7		Chicago	IL	60612-3227	
4778439	Teamsters Local 688	Attn: Chris Tongay	4349 Woodson Rd			St Louis	MI	63134	
5789066	Teamsters Local Union 174	Pete Lamb	14675 Interurban Ave South			Tukwila	WA	98168	
5789240	TEKSHAPERS SOFTWARE SOLUTIONS PVT. LTD.	ATTN: HIM. A.	1441 E. MAPLE RD	SUITE # 301		TROY	MI	48083	
4899077	THOMPSON FLOORING LLC	TIMOTHY THOMPSON	5615 4TH STREET CT SW			CEDAR RAPIDS	IA	52404	
4888649	TK MAJOR LLC	TIMOTHY D MAJOR	552 KENT LN	STE A		ROLLA	MO	65401-4405	
5789396	TR INSCORE	9280 MEADOW CREEK LN				CHAPPELL HILL	TX	77426	
5793639	TURNING POINT JUSTICE	23123 N STATE ROAD 7	SUITE 345			BOCA RATON	FL	33428	
5793642	TWG INNOVATIVE SOLUTIONS, INC.	STEVEN HUDSON, VP	260 INTERSATE NORTH CIRLCE, SE			ATLANTA	GA	30339-2210	
4867844	ULTRA LOGISTICS INC	17-17 ROUTE 208 NORTH	SUITE 160			FAIR LAWN	NJ	07410	
5793654	UNDERWRITERS AT LLOYDS	FRANK BARBA & TOM SCHAEDEL	181 WEST MADISON STREET	SUITE 3870		CHICAGO	IL	60602-4541	
5793668	UPM-KYMMENE, INC.	MARK GOODMAN, VP SALES NA	55 SHUMAN BOULEVARD	SUITE 400		NAPERVILLE	IL	60563-8248	
5789332	UPS SUPPLY CHAIN LOGISTICS SERVICES, INC.	UPS CUSTOM HOUSE BROKERAGE INC	12380 MORRIS ROAD			ALPHARETTA	GA	30005	
5791071	URS CORPORATION	1999 AVENUE OF THE AMERICAS	SUITE 2600			LOS ANGELES	CA	90067	
5793694	VENTIV TECHNOLOGY, INC.	DOUGLAS WILSON SVP OPERATIONS	3350 Riverwood Parkway	Suite 650		Atlanta	GA	30339	
5789247	VERIFONE	Tina Roesslein	88 WEST PLUMERIA DRIVE			SAN JOSE	CA	95134	
5791092	VERIFONE SYSTEMS INC	LEGAL DEPT	88 WEST PLUMERIA DRIVE			SAN JOSE	CA	95134	
5791093	VERIFONE SYSTEMS INC	VIKRAM VARMA	88 WEST PLUMERIA DRIVE			SAN JOSE	CA	95134	
5789023	W. F. Whelan Co.	William F. Whelan	41425 Joy Road			Canton	MI	48187	
5793733	WEBCOR BUILDERS	SEILA FILAZI	207 KING STREET	SUITE 300		SAN FRANCISCO	CA	94107	
5791120	WELLS FARGO BANK	EXECUTIVE VICE PRESIDENT OF OPERATIONS	420 MONTGOMERY STREET			SAN FRANCISCO	CA	94104	
4824390	WHIRLPOOL CORP. *	REDACTED	REDACTED	REDACTED	REDACTED	REDACTED	REDACTED	REDACTED	REDACTED
5789002	Workers United Local 196	Tanita Williams	1017 W Hamilton St			Allentown	PA	18101-1012	
5793805	YFPR DEL CARIBE INC., D/B/A YOGEN FRUZ	ROBERTO ROCA	210 SHIELDS COURT			MARKHAM	ON	L3R 8V2	CANADA
5791158	ZEBRA TECHNOLOGIES CORP-40088999	RICHARD PERLMAN	3 OVERLOOK POINT			LINCOLNSHIRE	IL	60069	
5793819	ZP NO 314 LLC ONE TEN	2 NORTH JACKSON STREET	SUITE 605			MONTGOMERY	AL	36104	

**Exhibit B**

**UNITED STATES BANKRUPTCY COURT, SOUTHERN DISTRICT OF NEW YORK**

**In re**

**SEARS HOLDINGS CORPORATION, et al.,  
  
Debtors.**

**Chapter 11 Case No.: 18-23538 (RDD)  
(Jointly Administered)**

**NOTICE OF DEADLINE FOR FILING PROOFS OF CLAIM**

Chapter 11 bankruptcy cases concerning the debtors listed below were filed on October 15, 2018. You may be a creditor of one of the debtors. On February 22, 2019, the United States Bankruptcy Court for the Southern District of New York (the “**Court**”), having jurisdiction over the chapter 11 cases of Sears Holdings Corporation and certain of its affiliates as debtors and debtors in possession (collectively, the “**Debtors**”), entered an order (the “**Bar Date Order**”) establishing (1) **April 10, 2019 at 5:00 p.m. (Eastern Time)** as the last date and time for each person and entity (including individuals, partnerships, corporations, joint ventures, and trusts, but not governmental units (as defined in section 101(27) of title 11 of the United States Code (the “**Bankruptcy Code**”), “**Governmental Units**”)) to file a proof of claim (each, “**Proof of Claim**”) in respect of a prepetition claim (as defined in section 101(5) of the Bankruptcy Code), including, for the avoidance of doubt, secured claims, priority claims, and claims arising under section 503(b)(9) of the Bankruptcy Code, against any of the Debtors listed below (the “**General Bar Date**”), and (2) **September 3, 2019 at 5:00 p.m. (Eastern Time)** as the last date and time for each Governmental Unit to file a Proof of Claim in respect of a prepetition claim against any of the Debtors listed below (the “**Governmental Bar Date**,” and, together with the General Bar Date, the “**Bar Dates**”).

The Bar Date Order, the Bar Dates, and the procedures set forth below for the filing of Proofs of Claim apply to all claims against the Debtors (other than those set forth below as being specifically excluded) that arose prior to **October 15, 2018**, the date on which the Debtors commenced their cases under chapter 11 of the Bankruptcy Code.

**If you have any questions relating to this Notice, please feel free to contact the Debtors’ Court-approved claims agent Prime Clerk LLC (“Prime Clerk”) at (844) 384-4460 (toll free) or by e-mail at searsinfo@primeclerk.com.**

**YOU SHOULD CONSULT AN ATTORNEY IF YOU HAVE ANY QUESTIONS, INCLUDING WHETHER YOU SHOULD FILE A PROOF OF CLAIM.**

NOTE: The staff of the Office of the Clerk of the Bankruptcy Court, the Office of the United States Trustee, and Prime Clerk cannot give legal advice.

<b><u>Name of Debtor</u></b>	<b><u>Case Number</u></b>	<b><u>Tax Identification Number</u></b>
Sears Holdings Corporation	18-23538 (RDD)	20-1920798
Kmart Holding Corporation	18-23539 (RDD)	32-0073116
Kmart Operations LLC	18-23540 (RDD)	32-0456546
Sears Operations LLC	18-23541 (RDD)	35-2524331
Sears, Roebuck and Co.	18-23537 (RDD)	36-1750680
ServiceLive, Inc.	18-23542 (RDD)	36-4616774
SHC Licensed Business LLC	18-23616 (RDD)	37-1783718
A&E Factory Service, LLC	18-23543 (RDD)	36-4486695
A&E Home Delivery, LLC	18-23544 (RDD)	37-1500205
A&E Lawn & Garden, LLC	18-23545 (RDD)	13-4275028



A&E Signature Service, LLC	18-23546 (RDD)	37-1500204
FBA Holdings Inc.	18-23547 (RDD)	36-4186537
Innovel Solutions, Inc.	18-23548 (RDD)	36-1857180
Kmart Corporation	18-23549 (RDD)	38-0729500
MaxServ, Inc.	18-23550 (RDD)	74-2707626
Private Brands, Ltd.	18-23551 (RDD)	55-0544022
Sears Development Co.	18-23552 (RDD)	36-2476028
Sears Holdings Management Corporation	18-23554 (RDD)	20-3592148
Sears Home & Business Franchises, Inc.	18-23553 (RDD)	98-0126742
Sears Home Improvement Products, Inc.	18-23556 (RDD)	25-1698591
Sears Insurance Services, L.L.C.	18-23557 (RDD)	36-4287182
Sears Procurement Services, Inc.	18-23555 (RDD)	30-0092859
Sears Protection Company	18-23558 (RDD)	36-4471250
Sears Protection Company (PR), Inc.	18-23559 (RDD)	66-0704861
Sears Roebuck Acceptance Corp.	18-23560 (RDD)	51-0080535
Sears, Roebuck de Puerto Rico, Inc.	18-23561 (RDD)	66-0233626
SYW Relay LLC	18-23562 (RDD)	35-2561870
Wally Labs LLC	18-23563 (RDD)	None
SHC Promotions LLC	18-23630 (RDD)	26-4209626
Big Beaver of Florida Development, LLC	18-23564 (RDD)	None
California Builder Appliances, Inc.	18-23565 (RDD)	68-0406327
Florida Builder Appliances, Inc.	18-23566 (RDD)	36-3619133
KBL Holding Inc.	18-23567 (RDD)	26-0031295
KLC, Inc.	18-23568 (RDD)	75-2490839
Kmart of Michigan, Inc.	18-23576 (RDD)	38-3551696
Kmart of Washington LLC	18-23570 (RDD)	61-1448898
Kmart Stores of Illinois LLC	18-23571 (RDD)	61-1448897
Kmart Stores of Texas LLC	18-23572 (RDD)	61-1448915
MyGofer LLC	18-23573 (RDD)	26-4005531
Sears Brands Business Unit Corporation	18-23574 (RDD)	42-1564658
Sears Holdings Publishing Company, LLC	18-23575 (RDD)	26-0075554
Sears Protection Company (Florida), L.L.C.	18-23569 (RDD)	20-0224239
SHC Desert Springs, LLC	18-23577 (RDD)	None
SOE, Inc.	18-23578 (RDD)	83-0399616

StarWest, LLC	18-23579 (RDD)	37-1495379
STI Merchandising, Inc.	18-23580 (RDD)	38-2760188
Troy Coolidge No. 13, LLC	18-23581 (RDD)	None
BlueLight.com, Inc.	18-23582 (RDD)	77-0527034
Sears Brands, L.L.C.	18-23583 (RDD)	42-1564664
Sears Buying Services, Inc.	18-23584 (RDD)	36-3256533
Kmart.com LLC	18-23585 (RDD)	77-0529022
Sears Brands Management Corporation	18-23586 (RDD)	36-2555365
SRe Holding Corporation	19-22031 (RDD)	46-4344816
<b><u>Attorneys for Debtors</u></b> Weil, Gotshal & Manges LLP 767 Fifth Avenue New York, New York 10153-0119 Ray C. Schrock, P.C. Jacqueline Marcus Garrett A. Fail Sunny Singh	<b><u>Address of the Office of the Clerk of the Bankruptcy Court</u></b> Clerk of the United States Bankruptcy Court 300 Quarropas Street White Plains, New York 10601 Vito Genna, Clerk of the Bankruptcy Court Hours Open: 8:30 a.m. – 5:00 p.m.	

## 1. **WHO MUST FILE A PROOF OF CLAIM**

You **MUST** file a **Proof of Claim** to vote on a chapter 11 plan filed by the Debtors or to share in any distributions from the Debtors' estates if you have a claim that arose prior to **October 15, 2018**, and your claim is not one of the types of claims described in Section 2 below. Claims based on acts or omissions of the Debtors that occurred before **October 15, 2018**, must be filed on or prior to the applicable Bar Date, even if such claims are not now fixed, liquidated, or certain or did not mature or become fixed, liquidated, or certain before **October 15, 2018**.

Pursuant to section 101(5) of the Bankruptcy Code and as used in this Notice, the word "**claim**" means: (a) a right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured; or (b) a right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured, or unsecured. Further, claims include unsecured claims, secured claims, and priority claims.

## 2. **WHO NEED NOT FILE A PROOF OF CLAIM**

You need not file a Proof of Claim if:

Your claim is listed in the debtors' schedules of assets and liabilities (the "**Schedules**")<sup>1</sup> and (i) is **not** listed in the Schedules as "disputed," "contingent," or "unliquidated"; (ii) you do **not** dispute the amount, nature, and priority of the claim as set forth in the Schedules; and (iii) you do **not** dispute that the claim is an obligation of the specific Debtor against which the claim is listed in the Schedules;

<sup>1</sup> The Debtors filed their Schedules on January 17, 2019 (ECF Nos. 1609, 1611, 1613, 1615, 1617, 1619, 1621, 1623, 1625, 1627, 1629, 1631, 1633, 1635, 1637, 1639, 1641, 1643, 1645, 1647, 1649, 1651, 1653, 1655, 1657, 1659, 1661, 1663, 1665, 1667, 1668, 1671, 1673, 1675, 1677, 1679, 1681, 1683, 1685, 1687, 1689, 1691, 1693, 1695, 1697, 1699, 1701, 1703, 1705, 1707, 1709, 1711, 1713).

Your claim has been paid in full or will be paid in full under an agreement entered into by the Debtors pursuant to the Final Critical Vendors Order;<sup>2</sup>

Your claim consists of an equity security interest in the Debtors, which interest exclusively is based upon the ownership of common or preferred stock; membership interests; partnership interests; or warrants, options, or rights to purchase, sell, or subscribe to such a security or interest; provided that if you hold such security interest and wish to assert a claim (as opposed to an ownership interest) against the Debtors (including a claim relating to an equity interest or the purchase or sale of such equity interest), a Proof of Claim must be filed on or before the applicable Bar Date as set forth in this Notice;

You hold a claim that is allowable under sections 503(b) and 507(a)(2) of the Bankruptcy Code as an administrative expense (**other than** a claim under section 503(b)(9) of the Bankruptcy Code);

You hold a claim that heretofore has been allowed by an order of the Court or subsequently is allowed by an order of the Court entered on or before the applicable Bar Date;

You hold a claim for which a separate deadline has been fixed by the Court;

You hold a claim for which you already filed a Proof of Claim with the Office of the Clerk of the Bankruptcy Court or Prime Clerk against any of the Debtors, utilizing a claim form that substantially conforms to the form provided with this Notice (the **"Proof of Claim Form"**) or Official Bankruptcy Form 410 (**"Official Form 410"**), so long as you do not wish to assert such claim against a Debtor who was not named in the original Proof of Claim, in which case another Proof of Claim must be filed;

You are a person or entity whose claim arises out of any warranties, protection agreements, or other services contracts for the goods and services of the Debtors sold or performed prior to the Commencement Date.

You are a person or entity whose claim exclusively is limited to the repayment of principal, interest, and other fees and expenses (the **"First Lien Credit Agreement Obligations"**) under or in connection with that certain Third Amended and Restated Credit Agreement, dated as of July 21, 2015 (as thereafter amended, supplemented, or modified from time to time, the **"First Lien Credit Agreement"**); provided that any person or entity wishing to assert a claim arising out of or relating to the First Lien Credit Agreement, other than a claim for the First Lien Credit Agreement Obligations, shall be required to file a Proof of Claim with respect to such claim on or before the applicable Bar Date, unless another exception identified herein applies;

You are a person or entity whose claim exclusively is limited to the repayment of principal, interest, and other fees and expenses (the **"Stand-Alone L/C Obligations"**) under or in connection with that certain Letter of Credit and Reimbursement Agreement, dated as of December 28, 2016 (as thereafter amended, supplemented, or modified from time to time, the **"Stand-Alone L/C Facility"**); provided that any person or entity wishing to assert a claim arising out of or relating to the Stand-Alone L/C Facility, other than a claim for the Stand-Alone L/C Obligations, shall be required to file a Proof of Claim with respect to

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<sup>2</sup> See Order Granting Motion (I) Authorizing Debtors to Pay Certain Prepetition Obligations to Critical Vendors, (II) Approving Procedures to Address Vendors who Repudiate and Refuse to Honor Their Contractual Obligations to The Debtors; and (III) Granting Related Relief (ECF No. 793) (the **"Final Critical Vendors Order"**).

such claim on or before the applicable Bar Date, unless another exception identified herein applies;

You are a person or entity whose claim exclusively is limited to the repayment of principal, interest, and other fees and expenses (the “**Second Lien Credit Facility Obligations**”) under or in connection with that certain Second Lien Credit Agreement, dated as of September 1, 2016 (as thereafter amended, supplemented, or modified from time to time, the “**Second Lien Credit Facility**”); provided that any person or entity wishing to assert a claim arising out of or relating to the Second Lien Credit Agreement, other than a claim for the Second Lien Credit Agreement Obligations, shall be required to file a Proof of Claim with respect to such claim on or before the applicable Bar Date, unless another exception identified herein applies;

You are a person or entity whose claim exclusively is limited to the repayment of principal, interest, and other fees and expenses (the “**Second Lien Notes Obligations**”) under or in connection with that certain Indenture for 6 5/8% Senior Secured Notes due 2018, dated October 12, 2010 (as thereafter amended, supplemented, or modified from time to time, the “**Second Lien Notes**”); provided that any person or entity wishing to assert a claim arising out of or relating to the Second Lien Notes Indenture, other than a claim for the Second Lien Notes Obligations, shall be required to file a Proof of Claim with respect to such claim on or before the applicable Bar Date, unless another exception identified herein applies;

You are a person or entity whose claim exclusively is limited to the repayment of principal, interest, and other fees and expenses (the “**Holdings Unsecured Notes Obligations**”) under or in connection with that certain Indenture for 8% Senior Unsecured Notes due 2019, dated November 21, 2014 (as thereafter amended, supplemented, or modified from time to time, the “**Holdings Unsecured Notes**”); provided that any person or entity wishing to assert a claim arising out of or relating to the Holdings Unsecured Notes, other than a claim for the Holdings Unsecured Notes Obligations, shall be required to file a Proof of Claim with respect to such claim on or before the applicable Bar Date, unless another exception identified herein applies;

You are a person or entity whose claim exclusively is limited to the repayment of principal, interest, and other fees and expenses (the “**Holdings Unsecured PIK Notes Obligations**”) under or in connection with that certain Second Supplemental Indenture for 8% Senior Unsecured Convertible PIK Notes due 2019, dated as of March 20, 2018 (as thereafter amended, supplemented, or modified from time to time, the “**Holdings Unsecured PIK Notes**”); provided that any person or entity wishing to assert a claim arising out of or relating to the Holdings Unsecured PIK Notes, other than a claim for the Holdings Unsecured PIK Notes Obligations, shall be required to file a Proof of Claim with respect to such claim on or before the applicable Bar Date, unless another exception identified herein applies; or

You are a person or entity whose claim exclusively is limited to the repayment of principal, interest, and other fees and expenses (the “**SRAC Unsecured Notes Obligations**”) under or in connection with that certain Indenture for 7%/12% PIK-Toggle Notes due 2028, dated as of May 15, 1995 (as thereafter amended, supplemented, or modified from time to time, the “**SRAC Unsecured PIK Notes**”), or that certain Indenture for certain notes having various interest rates, dated October 1, 2002 (as thereafter amended, supplemented, or modified from time to time, the “**SRAC Unsecured Notes**”); provided that any person or entity wishing to assert a claim arising out of or relating to the SRAC Unsecured PIK Notes or the SRAC Unsecured Notes, other than a claim for the SRAC

Unsecured Notes Obligations, shall be required to file a Proof of Claim with respect to such claim on or before the applicable Bar Date, unless another exception identified herein applies.

**YOU SHOULD NOT FILE A PROOF OF CLAIM IF YOU DO NOT HAVE A CLAIM AGAINST THE DEBTORS.**

**THE FACT THAT YOU HAVE RECEIVED THIS NOTICE DOES NOT MEAN THAT YOU HAVE A CLAIM OR THAT THE DEBTORS OR THE COURT BELIEVE THAT YOU HAVE A CLAIM.**

### **3. EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

If you hold a claim arising from the rejection of an executory contract or unexpired lease, you must file a Proof of Claim based on such rejection by the later of (i) the applicable Bar Date and (ii) the date that is **thirty (30) days** following the date of entry of the Court order approving the rejection of such executory contract or unexpired lease, or you will be forever barred from so doing. Notwithstanding the foregoing, if you are a party to an executory contract or unexpired lease and you wish to assert a claim with respect to unpaid amounts accrued and outstanding as of **October 15, 2018**, pursuant to such executory contract or unexpired lease (other than a rejection damages claim), you must file a Proof of Claim for such amounts on or before the applicable Bar Date unless another exception identified herein applies.

### **4. WHEN AND WHERE TO FILE**

Except as provided for herein, all Proofs of Claim either must be filed (i) electronically through Prime Clerk's website using the interface available on such website located at <https://restructuring.primeclerk.com/sears> under the link entitled "Submit a Claim" (the "**Electronic Filing System**") or (ii) by delivering the original Proof of Claim form by hand or mailing the original Proof of Claim form on or before the applicable Bar Date as follows:

If by first-class mail:

Sears Holdings Corporation Claims Processing Center  
c/o Prime Clerk LLC  
Grand Central Station, PO Box 4708  
New York, NY 10163-4708

OR

If by overnight courier or hand delivery:

Sears Holdings Corporation Claims Processing Center  
c/o Prime Clerk LLC  
850 3rd Avenue, Suite 412  
Brooklyn, NY 11232

OR

If by hand delivery:

United States Bankruptcy Court, Southern District of New York  
300 Quarropas Street  
White Plains, NY 10601

Proofs of Claim will be deemed timely filed only if **actually received** by Prime Clerk or the Court as set forth in Section 4 above, in each case, on or before the applicable Bar Date. Proofs of Claim sent by facsimile, telecopy, or

electronic mail transmission (other than Proofs of Claim filed electronically through the Electronic Filing System) **will not** be accepted.

## **5. WHAT TO FILE**

If you file a Proof of Claim, your filed Proof of Claim must: (i) be written in the English language; (ii) be denominated in the lawful currency of the United States (using the exchange rate, if applicable, as of the date of the commencement of the chapter 11 case by the applicable Debtor; (iii) substantially conform to the Proof of Claim Form or Official Form 410; (iv) specify by name and case number the Debtor against which the Proof of Claim is filed; (v) set forth with specificity the legal and factual basis for the alleged claim; (vi) include supporting documentation for the claim or an explanation as to why such documentation is not available; and (vii) be **signed** by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant under penalty of perjury.

IF YOU ARE ASSERTING A CLAIM AGAINST MORE THAN ONE DEBTOR, YOU MUST FILE SEPARATE PROOFS OF CLAIM AGAINST EACH DEBTOR, AND YOU MUST IDENTIFY ON YOUR PROOF OF CLAIM THE SPECIFIC DEBTOR AGAINST WHICH YOU ARE ASSERTING A CLAIM AND THE CASE NUMBER OF THAT DEBTOR'S BANKRUPTCY CASE. A LIST OF THE NAMES OF THE DEBTORS AND THEIR RESPECTIVE CASE NUMBERS IS SET FORTH ABOVE.

Your Proof of Claim form must **not** contain complete social security numbers or taxpayer identification numbers (only include the last four digits), complete birth dates (only include the year), the names of minors (only include the minor's initials), or financial account numbers (only include the last four digits of such financial account).

Official Form 410 can be found at [http://www.uscourts.gov/sites/default/files/form\\_b\\_410\\_16.pdf](http://www.uscourts.gov/sites/default/files/form_b_410_16.pdf). Additional Proof of Claim Forms can be obtained at <https://restructuring.primeclerk.com/sears/EPOC-Index>.

**YOU SHOULD ATTACH TO YOUR COMPLETED PROOF OF CLAIM FORM COPIES OF ANY DOCUMENTS UPON WHICH YOUR CLAIM IS BASED. IF THE DOCUMENTS ARE VOLUMINOUS, YOU SHOULD ATTACH A SUMMARY.**

## **6. CONSEQUENCES OF FAILURE TO FILE A PROOF OF CLAIM BY THE APPLICABLE BAR DATE**

**ANY HOLDER OF A CLAIM THAT IS NOT EXCEPTED FROM THE REQUIREMENTS OF THE BAR DATE ORDER, AS SET FORTH IN SECTION 2 ABOVE, AND THAT FAILS TO TIMELY FILE A PROOF OF CLAIM IN THE APPROPRIATE FORM WILL BE FOREVER BARRED FROM ASSERTING SUCH CLAIM AGAINST THE DEBTORS AND THEIR CHAPTER 11 ESTATES, FROM VOTING ON ANY PLAN OF REORGANIZATION FILED IN THESE CHAPTER 11 CASES, AND FROM PARTICIPATING IN ANY DISTRIBUTION IN THE DEBTORS' CASES ON ACCOUNT OF SUCH CLAIM.**

## **7. THE DEBTORS' SCHEDULES, ACCESS THERETO, AND CONSEQUENCES OF AMENDMENT THEREOF**

You may be listed as the holder of a claim against the Debtors in the Schedules. To determine if and how you are listed in the Schedules, please refer to the descriptions set forth on the enclosed Proof of Claim Form regarding the nature, amount, and status of your claim(s). If you received postpetition payments from the Debtors (as authorized by the Court) on account of your claim, the enclosed Proof of Claim Form will reflect the net amount of your claims. If the Debtors believe that you hold claims against more than one Debtor, you will receive multiple Proof of Claim Forms; each Proof of Claim Form will reflect the nature and amount of your claim against each Debtor as listed in the Schedules.

As set forth above, if you agree with the nature, amount, and status of your claim as listed in the Debtors' Schedules and if your claim is not listed in the Schedules as "disputed," "contingent," or "unliquidated," you need not file a Proof of Claim. Otherwise, or if you decide to file a Proof of Claim, you must do so before the applicable Bar Date in accordance with the procedures set forth in this Notice.

Copies of the Schedules may be examined by interested parties on the Court's electronic docket for the Debtors' chapter 11 cases, which is posted (i) on the website established by Prime Clerk for the Debtors' cases at <https://restructuring.primeclerk.com/sears> and (ii) on the Court's website at <http://www.nysb.uscourts.gov>. (A username and password to the Court's Public Access to Court Electronic Records ("PACER") system are required to access the information on the Court's website and can be obtained through PACER at <https://pacer.psc.uscourts.gov/pscof/regWizard.jsf>). Copies of the Schedules also may be examined between the hours of 8:30 a.m. and 5:00 p.m. (Eastern Time), Monday through Friday, at the Office of the Clerk of the Bankruptcy Court, United States Bankruptcy Court for the Southern District of New York, 300 Quarropas Street, White Plains, NY 10601. Copies of the Debtors' Schedules also may be obtained by request to Prime Clerk at the address and telephone number set forth below:

**Sears Holdings Corporation Claims Processing Center**

c/o Prime Clerk LLC  
Grand Central Station, PO Box 4708  
New York, NY 10163-4708  
US Toll Free: (844) 384-4460  
International: +1 (929) 955-2419

In the event that the Debtors amend or supplement their Schedules subsequent to the date of entry of the Bar Date Order, the Debtors shall give notice of any such amendment or supplement to the holders of claims affected thereby, such holders shall have until the later of (i) the applicable Bar Date and (ii) **thirty (30) days** from the date of such notice to file a Proof of Claim or be forever barred from so doing, and the Debtors shall give notice of such deadline to the holders of claims affected by such amendment or supplement.

**A holder of a possible claim against the Debtors should consult an attorney if such holder has any questions regarding this Notice, including whether the holder should file a Proof of Claim.**

Dated: White Plains, New York  
February 22, 2019

**BY ORDER OF THE COURT**

WEIL, GOTSHAL & MANGES LLP  
767 Fifth Avenue  
New York, New York 10153  
Ray C. Schrock, P.C.  
Jacqueline Marcus  
Garrett A. Fail  
Sunny Singh

Attorneys for Debtors  
and Debtors in Possession

**Exhibit C**



**Fill in this information to identify the case (Select only one Debtor per claim form):**

Sears Holdings Corporation (18-23538)	Kmart Corporation (18-23549)	Sears, Roebuck de Puerto Rico, Inc. (18-23561)	MyGofer LLC (18-23573)	Kmart.com LLC (18-23585)
Sears, Roebuck and Co. (18-23537)	MaxServ, Inc. (18-23550)	SYW Relay LLC (18-23562)	Sears Brands Business Unit Corporation (18-23574)	Sears Brands Management Corporation (18-23586)
Kmart Holding Corporation (18-23539)	Private Brands, Ltd. (18-23551)	Wally Labs LLC (18-23563)	Sears Holdings Publishing Company, LLC (18-23575)	SHC Licensed Business LLC (18-23616)
Kmart Operations LLC (18-23540)	Sears Development Co. (18-23552)	Big Beaver of Florida Development, LLC (18-23564)	Kmart of Michigan, Inc. (18-23576)	SHC Promotions LLC (18-23630)
Sears Operations LLC (18-23541)	Sears Holdings Management Corporation (18-23553)	California Builder Appliances, Inc. (18-23565)	SHC Desert Springs, LLC (18-23577)	SRe Holding Corporation (19-22301)
ServiceLive, Inc. (18-23542)	Sears Home & Business Franchises, Inc. (18-23554)	Florida Builder Appliances, Inc. (18-23566)	SOE, Inc. (18-23578)	
A&E Factory Service, LLC (18-23543)	Sears Home Improvement Products, Inc. (18-23555)	KBL Holding Inc. (18-23567)	StarWest, LLC (18-23579)	
A&E Home Delivery, LLC (18-23544)	Sears Insurance Services, L.L.C. (18-23556)	KLC, Inc. (18-23568)	STI Merchandising, Inc. (18-23580)	
A&E Lawn & Garden, LLC (18-23545)	Sears Procurement Services, Inc. (18-23557)	Sears Protection Company (Florida), L.L.C. (18-23569)	Troy Coolidge No. 13, LLC (18-23581)	
A&E Signature Service, LLC (18-23546)	Sears Protection Company (18-23558)	Kmart of Washington LLC (18-23570)	BlueLight.com, Inc. (18-23582)	
FBA Holdings Inc. (18-23547)	Sears Protection Company (PR) Inc. (18-23559)	Kmart Stores of Illinois LLC (18-23571)	Sears Brands, L.L.C. (18-23583)	
Innovel Solutions, Inc. (18-23548)	Sears Roebuck Acceptance Corp. (18-23560)	Kmart Stores of Texas LLC (18-23572)	Sears Buying Services, Inc. (18-23584)	

## Proof of Claim

04/16

**Read the instructions before filling out this form. This form is for making a claim for payment in a bankruptcy case. Do not use this form to make a request for payment of an administrative expense, other than a claim entitled to administrative priority pursuant to 11 U.S.C. § 503(b)(9). Make such a request according to 11 U.S.C. § 503.**

**Filers must leave out or redact** information that is entitled to privacy on this form or on any attached documents. Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. **Do not send original documents;** they may be destroyed after scanning. If the documents are not available, explain in an attachment.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

**Fill in all the information about the claim as of the date the case was filed. That date is on the notice of bankruptcy (Form 309) that you received.**

### Part 1: Identify the Claim

**1. Who is the current creditor?**

Name of the current creditor (the person or entity to be paid for this claim) \_\_\_\_\_

Other names the creditor used with the debtor \_\_\_\_\_

**2. Has this claim been acquired from someone else?**

☐ No

☐ Yes. From whom? \_\_\_\_\_

**3. Where should notices and payments to the creditor be sent?**

**Where should notices to the creditor be sent?**

**Where should payments to the creditor be sent? (if different)**

Federal Rule of Bankruptcy Procedure (FRBP) 2002(g)

Contact phone \_\_\_\_\_

Contact phone \_\_\_\_\_

Contact email \_\_\_\_\_

Contact email \_\_\_\_\_

**4. Does this claim amend one already filed?**

☐ No

☐ Yes. Claim number on court claims registry (if known) \_\_\_\_\_

Filed on \_\_\_\_\_  
MM / DD / YYYY

**5. Do you know if anyone else has filed a proof of claim for this claim?**

☐ No

☐ Yes. Who made the earlier filing? \_\_\_\_\_

**Part 2:** Give Information About the Claim as of the Date the Case Was Filed

6. Do you have any number you use to identify the debtor? ☐ No  
☐ Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor: \_\_\_\_\_

7. How much is the claim? \$\_\_\_\_\_. Does this amount include interest or other charges?  
☐ No  
☐ Yes. Attach statement itemizing interest, fees, expenses, or other charges required by Bankruptcy Rule 3001(c)(2)(A).

8. What is the basis of the claim? Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, or credit card.  
Attach redacted copies of any documents supporting the claim required by Bankruptcy Rule 3001(c).  
Limit disclosing information that is entitled to privacy, such as health care information.

9. Is all or part of the claim secured? ☐ No  
☐ Yes. The claim is secured by a lien on property.

**Nature of property:**  
☐ Real estate. If the claim is secured by the debtor's principal residence, file a *Mortgage Proof of Claim Attachment* (Official Form 410-A) with this *Proof of Claim*.  
☐ Motor vehicle  
☐ Other. Describe: \_\_\_\_\_

**Basis for perfection:** \_\_\_\_\_  
Attach redacted copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded.)

**Value of property:** \$\_\_\_\_\_

**Amount of the claim that is secured:** \$\_\_\_\_\_

**Amount of the claim that is unsecured:** \$\_\_\_\_\_ (The sum of the secured and unsecured amounts should match the amount in line 7.)

**Amount necessary to cure any default as of the date of the petition:** \$\_\_\_\_\_

**Annual Interest Rate** (when case was filed) \_\_\_\_\_ %  
☐ Fixed  
☐ Variable

10. Is this claim based on a lease? ☐ No  
☐ Yes. Amount necessary to cure any default as of the date of the petition. \$\_\_\_\_\_

11. Is this claim subject to a right of setoff? ☐ No  
☐ Yes. Identify the property: \_\_\_\_\_

<p><b>12. Is all or part of the claim entitled to priority under 11 U.S.C. § 507(a)?</b></p> <p>A claim may be partly priority and partly nonpriority. For example, in some categories, the law limits the amount entitled to priority.</p>	<p><input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes. <i>Check one:</i></p> <p><input type="checkbox"/> Domestic support obligations (including alimony and child support) under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).</p> <p><input type="checkbox"/> Up to \$2,850* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7).</p> <p><input type="checkbox"/> Wages, salaries, or commissions (up to \$12,850*) earned within 180 days before the bankruptcy petition is filed or the debtor's business ends, whichever is earlier. 11 U.S.C. § 507(a)(4).</p> <p><input type="checkbox"/> Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8).</p> <p><input type="checkbox"/> Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5).</p> <p><input type="checkbox"/> Other. Specify subsection of 11 U.S.C. § 507(a)( ) that applies.</p>	<p><b>Amount entitled to priority</b></p> <p>\$ _____</p> <p>\$ _____</p> <p>\$ _____</p> <p>\$ _____</p> <p>\$ _____</p> <p>\$ _____</p>
<p><small>* Amounts are subject to adjustment on 4/01/19 and every 3 years after that for cases begun on or after the date of adjustment.</small></p>		
<p><b>13. Is all or part of the claim entitled to administrative priority pursuant to 11 U.S.C. § 503(b)(9)?</b></p>	<p><input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes. <b>Indicate the amount of your claim arising from the value of any goods received by the Debtor within 20 days before the date of commencement of the above case, in which the goods have been sold to the Debtor in the ordinary course of such Debtor's business. Attach documentation supporting such claim.</b></p>	<p>\$ _____</p>

**Part 3:** Sign Below

**The person completing this proof of claim must sign and date it. FRBP 9011(b).**

If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is.

**A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.**

*Check the appropriate box:*

- ☐ I am the creditor.
- ☐ I am the creditor's attorney or authorized agent.
- ☐ I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004.
- ☐ I am a guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.

I understand that an authorized signature on this *Proof of Claim* serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

I have examined the information in this *Proof of Claim* and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on date \_\_\_\_\_(mm/dd/yyyy)

Signature

**Print the name of the person who is completing and signing this claim:**

**Name of the person who is completing and signing this claim:**

Name

First name

Middle name

Last name

Title

Company

Identify the corporate servicer as the company if the authorized agent is a servicer.

Address

Number

Street

City

State

ZIP Code

Contact phone

Email

## Modified Form 410

# Instructions for Proof of Claim

United States Bankruptcy Court

12/15

**These instructions and definitions generally explain the law. In certain circumstances, such as bankruptcy cases that debtors do not file voluntarily, exceptions to these general rules may apply. You should consider obtaining the advice of an attorney, especially if you are unfamiliar with the bankruptcy process and privacy regulations.**

**A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both.**  
18 U.S.C. §§ 152, 157 and 3571.

### How to fill out this form

- **Fill in all of the information about the claim as of the date the case was filed.**
- **Fill in the caption at the top of the form.**
- **If the claim has been acquired from someone else, then state the identity of the last party** who owned the claim or was the holder of the claim and who transferred it to you before the initial claim was filed.
- **Attach any supporting documents to this form.**  
Attach redacted copies of any documents that show that the debt exists, a lien secures the debt, or both. (See the definition of *redaction* on the next page.)  
Also attach redacted copies of any documents that show perfection of any security interest or any assignments or transfers of the debt. In addition to the documents, a summary may be added. Federal Rule of Bankruptcy Procedure (called “Bankruptcy Rule”) 3001(c) and (d).
- **Do not attach original documents because attachments may be destroyed after scanning.**
- **If the claim is based on delivering health care goods or services, do not disclose confidential health care information. Leave out or redact confidential information both in the claim and in the attached documents.**

- **A *Proof of Claim* form and any attached documents must show only the last 4 digits of any social security number, individual’s tax identification number, or financial account number, and only the year of any person’s date of birth.** See Bankruptcy Rule 9037.
- **For a minor child, fill in only the child’s initials and the full name and address of the child’s parent or guardian.** For example, write *A.B., a minor child (John Doe, parent, 123 Main St., City, State)*. See Bankruptcy Rule 9037.

### Confirmation that the claim has been filed

To receive confirmation that the claim has been filed, either enclose a stamped self-addressed envelope and a copy of this form. You may view a list of filed claims in this case by visiting the Claims and Noticing Agent’s website at <http://restructuring.primeclerk.com/sears>.

### Understand the terms used in this form

**Administrative expense:** Generally, an expense that arises after a bankruptcy case is filed in connection with operating, liquidating, or distributing the bankruptcy estate.  
11 U.S.C. § 503.

**Claim:** A creditor’s right to receive payment for a debt that the debtor owed on the date the debtor filed for bankruptcy.  
11 U.S.C. § 101 (5). A claim may be secured or unsecured.

**Claim Pursuant to 11 U.S.C. §503(b)(9):** A claim arising from the value of any goods received by the Debtor within 20 days before the date of commencement of the above case, in which the goods have been sold to the Debtor in the ordinary course of the Debtor's business. Attach documentation supporting such claim.

**Creditor:** A person, corporation, or other entity to whom a debtor owes a debt that was incurred on or before the date the debtor filed for bankruptcy. 11 U.S.C. § 101 (10).

**Debtor:** A person, corporation, or other entity who is in bankruptcy. Use the debtor's name and case number as shown in the bankruptcy notice you received. 11 U.S.C. § 101 (13).

**Evidence of perfection:** Evidence of perfection of a security interest may include documents showing that a security interest has been filed or recorded, such as a mortgage, lien, certificate of title, or financing statement.

**Information that is entitled to privacy:** A *Proof of Claim* form and any attached documents must show only the last 4 digits of any social security number, an individual's tax identification number, or a financial account number, only the initials of a minor's name, and only the year of any person's date of birth. If a claim is based on delivering health care goods or services, limit the disclosure of the goods or services to avoid embarrassment or disclosure of confidential health care information. You may later be required to give more information if the trustee or someone else in interest objects to the claim.

**Priority claim:** A claim within a category of unsecured claims that is entitled to priority under 11 U.S.C. §507(a). These claims are paid from the available money or property in a bankruptcy case before other unsecured claims are paid. Common priority unsecured claims include alimony, child support, taxes, and certain unpaid wages.

**Proof of claim:** A form that shows the amount of debt the debtor owed to a creditor on the date of the bankruptcy filing. The form must be filed in the district where the case is pending.

**Redaction of information:** Masking, editing out, or deleting certain information to protect privacy. Filers must redact or leave out information entitled to **privacy** on the *Proof of Claim* form and any attached documents.

**Secured claim under 11 U.S.C. §506(a):** A claim backed by a lien on particular property of the debtor. A claim is secured to the extent that a creditor has the right to be paid from the property before other creditors are paid. The amount of a secured claim usually cannot be more than the value of the particular property on which the creditor has a lien. Any amount owed to a creditor that is more than the value of the property normally may be an unsecured claim. But exceptions exist; for example, see 11 U.S.C. § 1322(b) and the final sentence of 1325(a).

Examples of liens on property include a mortgage on real estate or a security interest in a car. A lien may be voluntarily granted by a debtor or may be obtained through a court proceeding. In some states, a court judgment may be a lien.

**Setoff:** Occurs when a creditor pays itself with money belonging to the debtor that it is holding, or by canceling a debt it owes to the debtor.

**Unsecured claim:** A claim that does not meet the requirements of a secured claim. A claim may be unsecured in part to the extent that the amount of the claim is more than the value of the property on which a creditor has a lien.

### Offers to purchase a claim

Certain entities purchase claims for an amount that is less than the face value of the claims. These entities may contact creditors offering to purchase their claims. Some written communications from these entities may easily be confused with official court documentation or communications from the debtor. These entities do not represent the bankruptcy court, the bankruptcy trustee, or the debtor. A creditor has no obligation to sell its claim. However, if a creditor decides to sell its claim, any transfer of that claim is subject to Bankruptcy Rule 3001(e), any provisions of the Bankruptcy Code (11 U.S.C. § 101 et seq.) that apply, and any orders of the bankruptcy court that apply.

### Please send completed Proof(s) of Claim by one of the following methods:

If by first class mail:

Sears Holdings Corporation Claims Processing Center  
c/o Prime Clerk LLC  
Grand Central Station, PO Box 4708  
New York, NY 10163-4708

If by hand delivery, or overnight courier:

Sears Holdings Corporation Claims Processing Center  
c/o Prime Clerk LLC  
850 3rd Avenue, Suite 412  
Brooklyn, NY 11232

Proof(s) of claim may also be filed electronically at <https://restructuring.primeclerk.com/sears/EPOC-Index>, but may not be delivered by facsimile, telecopy, or electronic mail transmission.

**Do not file these instructions with your form**